

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK**

IN RE META MATERIALS INC.
SECURITIES LITIGATION

Case No.: 1:21-CV-07203-CBA-JRC

ORAL ARGUMENT REQUESTED

**DEFENDANTS' NOTICE OF MOTION AND
MOTION TO DISMISS CONSOLIDATED COMPLAINT**

PLEASE TAKE NOTICE THAT upon the accompanying Memorandum of Law and the Declaration of Betty Chang Rowe, dated October 13, 2022, Defendants Meta Materials Inc., George Palikaras, Kenneth Rice, Greg McCabe and John Brda (together “Defendants”) hereby move the Court before the Honorable Carol Bagley Amon, United States District Judge, United States District Court for the Eastern District of New York, 225 Cadman Plaza East, Brooklyn, New York 11201, for an Order dismissing the Consolidated Complaint (“Complaint”) herein. Oral argument will be held on a date and time to be designated by the Court.

Defendants move to dismiss the Complaint pursuant to Federal Rules of Civil Procedure 12(b)(6) and 9(b) and the Private Securities Litigation Reform Act of 1995, 15 U.S.C. §§ 78u-4(a) *et seq.* (“PSLRA”). The Complaint’s allegations fail to satisfy the PSLRA’s heightened pleading requirements, to state a claim under Sections 10(b), 14(a) and 20(a) of the Securities Exchange Act of 1934, SEC Rules 10b-5 and 14a-9 and Sections 11 and 15 of the Securities Act of 1933, and to plead fraud with particularity.

Dated: October 13, 2022

Respectfully submitted,

WILSON SONSINI GOODRICH & ROSATI,
P.C.

s/ Gregory L. Watts

Gregory L. Watts (admitted *pro hac vice*)
701 Fifth Avenue, Suite 5100
Seattle, Washington 98104-7036
Telephone: (206) 883-2617
Email: gwatts@wsgr.com

Caz Hashemi (admitted *pro hac vice*)
Betty Chang Rowe (admitted *pro hac vice*)
650 Page Mill Road
Palo Alto, California 94304
Telephone: (650) 493-9300
Email: chashemi@wsgr.com
Email: browe@wsgr.com

JaeYoung Ariel Jeong
Paul C. Gross
1301 Avenue of the Americas, 40th Floor
New York, New York 10019
Telephone: (212) 999-5800
Facsimile: (212) 999-5899
Email: ajeong@wsgr.com
Email: pgross@wsgr.com

*Counsel for Defendants Meta Materials Inc. f/k/a
Torchlight Energy Resources, Inc., and
Defendants George Palikaras, Kenneth Rice, Greg
McCabe, John Brda*